

**COMMONWEALTH OF KENTUCKY
ENVIRONMENTAL AND PUBLIC PROTECTION CABINET
OFFICE OF FINANCIAL INSTITUTIONS
AGENCY CASE NO. 2005-AH-006**

IN THE MATTER OF:
LINCOLNLAND MORTGAGE, INC.

SETTLEMENT AGREEMENT

BACKGROUND AND FACTUAL FINDINGS

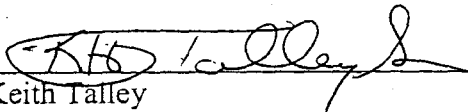
1. Lincolnland Mortgage, Inc. ("Lincolnland") is licensed by the Office of Financial Institutions ("OFI") to conduct the business of a mortgage loan broker at 1401 Spring Bank Drive, Bldg. C, Suite 12, Owensboro, Kentucky 42303 under mortgage loan broker license number 7819.
2. On September 13, 2004, OFI received a written complaint against Lincolnland concerning various loan transactions which were brokered by Lincolnland for the purchase of manufactured homes. As a result of the complaint an investigation was conducted into the condition, workings and affairs of Lincolnland in order to determine whether there were any violations of law or any unauthorized unsafe practices or any failure to keep or have correct any required books and records.
3. In the course of that examination it was discovered that Lincolnland had failed to exercise proper institutional control over its employees and its operations in conducting a mortgage loan broker business.
4. Lincolnland had also employed three loan originators who were not registered with OFI as required by law and in violation of KRS 294.255(1).

AGREEMENT AND ORDER

The Office of Financial Institutions and Lincolnland in the interest of economically and efficiently resolving the issues raised in the foregoing Background and Factual Findings agree as follows:

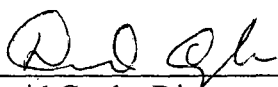
1. Lincolnland agrees to pay a fine in the amount of one thousand (\$1,000) dollars.
2. The fine shall be made payable to "Kentucky State Treasurer" and mailed to the Office of Financial Institutions, 1025 Capital Center Drive, Suite 200, Frankfort, Kentucky 40601.

IT IS SO ORDERED on this the 5th day of May, 2005.


Keith Talley
Acting Executive Director

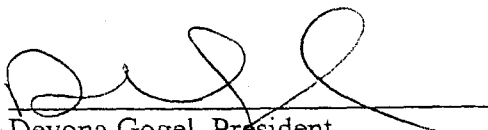
Consented to:

This 8th day of April, 2005


David Coyle, Director
Division of Financial Institutions
Office of Financial Institutions

Consented to:

This 20th day of April, 2005


Devona Gogel, President
Lincolnland Mortgage, Inc.